

IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	X	

AFFIDAVIT OF SERVICE

I, Darlene Calderon, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants LLC, the Court appointed claims and noticing agent for the Reorganized Debtors in the above-captioned cases.

On December 14, 2010, I caused to be served the documents listed below (i) upon the parties listed on Exhibit A hereto via electronic notification, and (ii) upon the party listed on Exhibit B hereto via postage pre-paid U.S. mail:

- 1) Order Granting Motion by David Armstrong to Deem Claim for Administrative Expense Timely Filed Pursuant to Fed. R. Bankr. P. 9006(b) and 11 U.S.C. § 503(b) (Docket No. 20844) [a copy of which is attached hereto as Exhibit C]
- 2) Order Resolving Outstanding Objections to Cure of Material Supply Agreements and Cure Proposals for Certain Executory Contracts and Unexpired Leases ("Cure Resolution Order") (Docket No. 20845) [a copy of which is attached hereto as Exhibit D]
- 3) Order Pursuant to 11 U.S.C. § 503(b) and Fed. R. Bankr. P. 3007 Disallowing and Expunging Proofs of Administrative Expense Claim Numbers Nos. 19037, 19092, 19094, 19097, 19120, 19727, 19728, 19729, 19730, 19731, 19732, 19733, 19734 and 19736 (Docket No. 20846) [a copy of which is attached hereto as Exhibit E]
- 4) Order Denying Without Prejudice Johnson Controls' Motion (Docket No. 20847) [a copy of which is attached hereto as Exhibit F]

- 5) Order Pursuant to 11 U.S.C. §503(b) and Fed. R. Bankr. P. 3007 (I) Disallowing & Expunging (A) Proof of Administrative Claim Number 18427 Filed by ATEL Leasing Corporation and (B) The Administrative Expense Claim Asserted in the Motion of ATEL Leasing Corporation at Docket Number 6990 and (II) Rendering the Motion filed by ATEL Leasing Corporation at Docket Number 6990 Moot ("Claims Objection Order Regarding ATEL Leasing Corporation") (Docket No. 20958) [a copy of which is attached hereto as Exhibit G]
- 6) Order Pursuant to 11 U.S.C. § 503(b) and Fed. R. Bankr. P. 3007 Disallowing and Expunging Proof of Administrative Expense Claim Number 19572 Filed by the Mississippi Workers' Compensation Individual Self-Insurer Guaranty Association on Behalf of Kaaren D. Washington ("Claim Objection Order Regarding Kaaren D. Washington") (Docket No. 20967) [a copy of which is attached hereto as Exhibit H]
- 7) Joint Stipulation and Agreed Order Between Reorganized Debtors and Brazeway, Inc. Disallowing and Expunging Proof of Administrative Expense Claim Number 19063 (Brazeway, Inc.) (Docket No. 20969) [a copy of which is attached hereto as Exhibit I]
- 8) Joint Stipulation and Agreed Order Between Reorganized Debtors and Inteva Products, LLC Withdrawing Proofs of Administrative Expense Claim Numbers 19134, 19135 and 19136 (Inteva Products, LLC) (Docket No. 20976) [a copy of which is attached hereto as Exhibit J]
- 9) Joint Stipulation and Agreed Order Between Reorganized Debtors, Benteler Automotive Corporation and Delphi Automotive Systems, LLC Compromising and Allowing Proof of Administrative Expense Claim Number 19127 (Benteler Automotive Corporation) (Docket No. 20989) [a copy of which is attached hereto as Exhibit K]
- 10) Joint Stipulation and Agreed Order Between Reorganized Debtors and AK Steel Corporation Disallowing & Expunging Proof of Administrative Expense Claim Number 19099 (Docket No. 20990) [a copy of which is attached hereto as Exhibit L]
- 11) Joint Stipulation & Agreed Order Between Reorganized Debtors and The Shelby County Treasurer (I) Compromising and Allowing Proofs of Administrative Expense Claim Numbers 18410 and 18412 and (II) Disallowing and Expunging Proof of Administrative Expense Claim Number 18411 (Shelby County Treasurer) (Docket No. 20991) [a copy of which is attached hereto as Exhibit M]

- 12) Joint Stipulation & Agreed Order Resolving Reorganized Debtors' Motion for Order Enforcing Modified Plan and Plan Modification Order Injunctions Against Indenture Trustee With Respect to Certain 1995 Bonds Issured by The Michigan Strategic Fund [Docket No. 20772] (Docket No. 20992) [a copy of which is attached hereto as Exhibit N]
- 13) Joint Stipulation and Agreed Order Resolving Reorganized Debtors' Motion for Order Enforcing Modified Plan and Plan Modification Order Injunctions Against Indenture Trustee with Respect to Certain 1994 Bonds Issued by The County of Trumbull, Ohio [Docket No. 20795] (Docket No. 20993) [a copy of which is attached hereto as Exhibit O]
- 14) Joint Stipulation and Agreed Order Between Reorganized Debtors and All Tool Sales, Inc. (I) Modifying and Allowing Proof of Claim Number 13573 and (II) Disallowing and Expunging Proof of Administrative Expense Claim Number 19081 (All Tools Sales, Inc.) (Docket No. 20995) [a copy of which is attached hereto as Exhibit P]

On December 14, 2010, I caused to be served the document listed below upon the parties listed on Exhibit Q hereto via postage pre-paid U.S. mail:

- 15) Order Granting Motion by David Armstrong to Deem Claim for Administrative Expense Timely Filed Pursuant to Fed. R. Bankr. P. 9006(b) and 11 U.S.C. § 503(b) (Docket No. 20844) [a copy of which is attached hereto as Exhibit C]

On December 14, 2010, I caused to be served the document listed below upon the parties listed on Exhibit R hereto via postage pre-paid U.S. mail:

- 16) Order Resolving Outstanding Objections to Cure of Material Supply Agreements and Cure Proposals for Certain Executory Contracts and Unexpired Leases ("Cure Resolution Order") (Docket No. 20845) [a copy of which is attached hereto as Exhibit D]

On December 14, 2010, I caused to be served the document listed below upon the party listed on Exhibit S hereto via postage pre-paid U.S. mail:

- 17) Order Pursuant to 11 U.S.C. § 503(b) and Fed. R. Bankr. P. 3007 Disallowing and Expunging Proofs of Administrative Expense Claim Numbers Nos. 19037, 19092, 19094, 19097, 19120, 19727, 19728, 19729, 19730, 19731, 19732, 19733, 19734 and 19736 (Docket No. 20846) [a copy of which is attached hereto as Exhibit E]

On December 14, 2010, I caused to be served the document listed below upon the parties listed on Exhibit T hereto via postage pre-paid U.S. mail:

- 18) Order Denying Without Prejudice Johnson Controls' Motion (Docket No. 20847) [a copy of which is attached hereto as Exhibit F]

On December 14, 2010, I caused to be served the document listed below upon the parties listed on Exhibit U hereto via postage pre-paid U.S. mail:

- 19) Order Pursuant to 11 U.S.C. §503(b) and Fed. R. Bankr. P. 3007 (I) Disallowing & Expunging (A) Proof of Administrative Claim Number 18427 Filed by ATEL Leasing Corporation and (B) The Administrative Expense Claim Asserted in the Motion of ATEL Leasing Corporation at Docket Number 6990 and (II) Rendering the Motion filed by ATEL Leasing Corporation at Docket Number 6990 Moot ("Claims Objection Order Regarding ATEL Leasing Corporation") (Docket No. 20958) [a copy of which is attached hereto as Exhibit G]

On December 14, 2010, I caused to be served the document listed below upon the parties listed on Exhibit V hereto via postage pre-paid U.S. mail:

- 20) Order Pursuant to 11 U.S.C. § 503(b) and Fed. R. Bankr. P. 3007 Disallowing and Expunging Proof of Administrative Expense Claim Number 19572 Filed by the Mississippi Workers' Compensation Individual Self-Insurer Guaranty Association on Behalf of Kaaren D. Washington ("Claim Objection Order Regarding Kaaren D. Washington") (Docket No. 20967) [a copy of which is attached hereto as Exhibit H]

On December 14, 2010, I caused to be served the document listed below upon the party listed on Exhibit W hereto via postage pre-paid U.S. mail:

- 21) Joint Stipulation and Agreed Order Between Reorganized Debtors and Brazeway, Inc. Disallowing and Expunging Proof of Administrative Expense Claim Number 19063 (Brazeway, Inc.) (Docket No. 20969) [a copy of which is attached hereto as Exhibit I]

On December 14, 2010, I caused to be served the document listed below upon the party listed on Exhibit X hereto via postage pre-paid U.S. mail:

- 22) Joint Stipulation and Agreed Order Between Reorganized Debtors and Inteva Products, LLC Withdrawing Proofs of Administrative Expense Claim Numbers 19134, 19135 and 19136 (Inteva Products, LLC) (Docket No. 20976) [a copy of which is attached hereto as Exhibit J]

On December 14, 2010, I caused to be served the document listed below upon the party listed on Exhibit Y hereto via postage pre-paid U.S. mail:

- 23) Joint Stipulation and Agreed Order Between Reorganized Debtors, Benteler Automotive Corporation and Delphi Automotive Systems, LLC Compromising and Allowing Proof of Administrative Expense Claim Number 19127 (Benteler Automotive Corporation) (Docket No. 20989) [a copy of which is attached hereto as Exhibit K]

On December 14, 2010, I caused to be served the document listed below upon the parties listed on Exhibit Z hereto via postage pre-paid U.S. mail:

- 24) Joint Stipulation and Agreed Order Between Reorganized Debtors and AK Steel Corporation Disallowing & Expunging Proof of Administrative Expense Claim Number 19099 (Docket No. 20990) [a copy of which is attached hereto as Exhibit L]

On December 14, 2010, I caused to be served the document listed below upon the parties listed on Exhibit AA hereto via postage pre-paid U.S. mail:

- 25) Joint Stipulation & Agreed Order Between Reorganized Debtors and The Shelby County Treasurer (I) Compromising and Allowing Proofs of Administrative Expense Claim Numbers 18410 and 18412 and (II) Disallowing and Expunging Proof of Administrative Expense Claim Number 18411 (Shelby County Treasurer) (Docket No. 20991) [a copy of which is attached hereto as Exhibit M]

On December 14, 2010, I caused to be served the document listed below upon the parties listed on Exhibit BB hereto via postage pre-paid U.S. mail:

- 26) Joint Stipulation & Agreed Order Resolving Reorganized Debtors' Motion for Order Enforcing Modified Plan and Plan Modification Order Injunctions Against Indenture Trustee With Respect to Certain 1995 Bonds Issued by The Michigan Strategic Fund [Docket No. 20772] (Docket No. 20992) [a copy of which is attached hereto as Exhibit N]

On December 14, 2010, I caused to be served the document listed below upon the parties listed on Exhibit CC hereto via postage pre-paid U.S. mail:

- 27) Joint Stipulation and Agreed Order Resolving Reorganized Debtors' Motion for Order Enforcing Modified Plan and Plan Modification Order Injunctions Against Indenture Trustee with Respect to Certain 1994 Bonds Issued by The County of

Trumbull, Ohio [Docket No. 20795] (Docket No. 20993) [a copy of which is attached hereto as Exhibit O]

On December 14, 2010, I caused to be served the document listed below upon the parties listed on Exhibit DD hereto via postage pre-paid U.S. mail:

28) Joint Stipulation and Agreed Order Between Reorganized Debtors and All Tool Sales, Inc. (I) Modifying and Allowing Proof of Claim Number 13573 and (II) Disallowing and Expunging Proof of Administrative Expense Claim Number 19081 (All Tools Sales, Inc.) (Docket No. 20995) [a copy of which is attached hereto as Exhibit P]

Dated: December 17, 2010

/s/ Darlene Calderon

Darlene Calderon

State of California
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 17th day of December, 2010, by Darlene Calderon, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: /s/ Michelle Cruz

Commission Expires: 1/2/14

EXHIBIT A

Post-Emergence Master Service List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	EMAIL	PARTY / FUNCTION
Barnes & Thornburg LLP	Deborah L. Thorne Kathleen L. Matsoukas	One N Wacker Drive	Suite 4400	Chicago	IL	60606	312-357-1313	dthorne@btlaw.com kmatsoukas@btlaw.com	Counsel to Johnson Controls Battery Group, Inc.; Johnson Controls, Inc. (Power Solutions)
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DPH Holdings Corp.	John Brooks	5725 Delphi Drive		Troy	MI	48098	248-813-2143	john.brooks@delphi.com	Reorganized Debtors
Honigman Miller Schwartz and Cohn LLP	Frank L. Gorman, Esq. Robert B. Weiss, Esq.	2290 First National Building	660 Woodward Avenue	Detroit	MI	48226-3583	313-465-7000	fgorman@honigman.com rweiss@honigman.com	Counsel to General Motors Corporation
Ruskin Moscou Faltischek PC	Jeffrey A. Wurst, Esq.	1425 RXR Plaza	15th Floor	Uniondale	NY	11556	516-663-6535	jwurst@rmfpc.com	
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Weil, Gotshal & Manges LLP	Harvey R. Miller Robert J. Lemons	767 Fifth Avenue		New York	NY	10153	212-310-8500	harvey.miller@weil.com robert.lemons@weil.com	Counsel to General Motors Corporation

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
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Adler Pollock & Sheehan PC	Joseph Avanzato	One Citizens Plz 8th Fl		Providence	RI	02903		401-274-7200	javanzato@apslaw.com	Attorneys for Fry's Metals Inc. and Specialty Coatings Systems Eft
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Akin Gump Strauss Hauer & Feld, LLP	David M Dunn	1333 New Hampshire Ave NW		Washington	DC	20036		202-887-4000	ddunn@akingump.com	Counsel to TAI Unsecured Creditors Liquidating Trust
Akin Gump Strauss Hauer & Feld, LLP	Ira S Dizengoff	One Bryant Park		New York	NY	10036		212-872-1000	idezengoff@akingump.com	Counsel to TAI Unsecured Creditors Liquidating Trust
Allen Matkins Leck Gamble & Mallory LLP	Michael S. Greger	1900 Main Street	Fifth Floor	Irvine	CA	92614-7321		949-553-1313	mgreger@allenmatkins.com	Counsel to Kilroy Realty, L.P.
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American Axle & Manufacturing, Inc.	Steven R. Keyes	One Dauch Drive, Mail Code 6E-2-42		Detroit	MI	48243		313-758-4868	steven.keyes@aam.com	Representative for American Axle & Manufacturing, Inc.
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Barack, Ferrazzano, Kirschbaum & Nagelberg LLP	William J. Barrett	200 W Madison St Ste 3900		Chicago	IL	60606		312-984-3100	william.barrett@bfkn.com	Counsel to Motion Industries, Inc., EIS, Inc. and Johnson Industries, Inc.
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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
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Blank Rome LLP	Marc E. Richards	The Chrysler Building	405 Lexington Avenue	New York	NY	10174		212-885-5000	mrichards@blankrome.com	Counsel to DENSO International America, Inc.
Bodman LLP	Ralph E. McDowell	100 Renaissance Center	34th Floor	Detroit	MI	48243		313-393-7592	rmcdowell@bodmanllp.com	Counsel to Freudenberg-NOK; General Partnership; Freudenberg-NOK, Inc.; Flextech, Inc.; Vibracoustic de Mexico, S.A. de C.V.; Lear Corporation; American Axle & Manufacturing, Inc.
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Bond, Schoeneck & King, PLLC	Stephen A. Donato	One Lincoln Center	18th Floor	Syracuse	NY	13202		315-218-8000	sdonato@bsk.com	Counsel to Marquardt GmbH and Marquardt Switches, Inc.; Tessy Plastics Corp; Diemolding Corporation
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Brembo S.p.A.	Massimiliano Cini	Administration Department via Brembo 25	24035 Curno BG	Bergamo			Italy	00039-035-605-529	massimiliano_cini@brembo.it	Creditor
Brown & Connery, LLP	Donald K. Ludman	6 North Broad Street		Woodbury	NJ	08096		856-812-8900	dludman@brownconnery.com	Counsel to SAP America, Inc.
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Buchanan Ingersoll & Rooney PC	Peter S. Russ	620 Eighth Ave	23rd Floor	New York	NY	10018		212-440-4400	peter.russ@bipc.com	Counsel to ATEL Leasing Corp.
Buchanan Ingersoll & Rooney PC	William H. Schorling, Esq.	Two Liberty Place	50 S. 16th St., Ste 3200	Philadelphia	PA	19102		215-665-5326	william.schorling@bipc.com	Counsel to Fiduciary Counselors

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
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Butzel Long	Donald V. Orlandoni	150 W. Jefferson	Suite 100	Detroit	MI	48226		313-225-7063	orlandoni@butzel.com	Counsel to Delphi Corporation
Cadwalader Wickersham & Taft LLP	Jeannine D'Amico	1201 F St NW Ste 1100		Washington	DC	20004		202-862-2452	jeannine.damico@cw.com	Attorneys for the Audit Committee of Dephi Corporation
Cadwalader Wickersham & Taft LLP	John J. Rapisardi Esq Joseph Zujkowski Esq	One World Financial Center		New York	NY	10281		212-504-6000	john.rapisardi@cw.com joseph.zujkowski@cw.com jonathan.greenberg@BASF.COM	Counsel to the Auto Task Force of the U.S. Department of the Treasury
Cahill Gordon & Reindel LLP	Jonathan Greenberg	80 Pine Street		New York	NY	10005		212-701-3000		Counsel to Engelhard Corporation
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Weltman, Weinberg & Reis Co., L.P.A.	Geoffrey J. Peters	175 South Third Street	Suite 900	Columbus	OH	43215		614-857-4326	gpeters@weltman.com qkurtz@ny.whitecase.com guzzi@whitecase.com dbaumstein@ny.whitecase.com	Counsel to Seven Seventeen Credit Union
White & Case LLP	Glenn Kurtz Gerard Uzzi Douglas Baumstein	1155 Avenue of the Americas		New York	NY	10036-2787		212-819-8200		Counsel to Appaloosa Management, LP
White & Case LLP	Thomas Lauria Frank Eaton	Wachovia Financial Center	200 South Biscayne Blvd., Suite 4900	Miami	FL	33131		305-371-2700	tlauria@whitecase.com featon@miami.whitecase.com	Counsel to Appaloosa Management, LP
Whyte, Hirschboeck Dudek S.C.	Bruce G. Arnold	555 East Wells Street	Suite 1900	Milwaukee	WI	53202-4894		414-273-2100	barnold@whdlaw.com	Counsel to Schunk Graphite Technology
Wickens Herzer Panza Cook & Batista Co	James W Moennich Esq	35765 Chester Rd		Avon	OH	44011-1262		440-930-8000	jmoennich@wickenslaw.com	Counsel for Delphi Sandusky ESOP
Winston & Strawn LLP	David Neier Carey D. Schreiber	200 Park Avenue		New York	NY	10166-4193		212-294-6700	dneier@winston.com cschreiber@winston.com	Counsel to Ad Hoc Group of Tranche A & B DIP Lenders
Winthrop Couchot Professional Corporation	Marc. J. Winthrop	660 Newport Center Drive	4th Floor	Newport Beach	CA	92660		949-720-4100	mwinthrop@winthropcouchot.com	Counsel to Metal Surfaces, Inc.
Winthrop Couchot Professional Corporation	Sean A. O'Keefe	660 Newport Center Drive	4th Floor	Newport Beach	CA	92660		949-720-4100	sokeefe@winthropcouchot.com	Counsel to Metal Surfaces, Inc.
Womble Carlyle Sandridge & Rice, PLLC	Allen Grumbine	550 South Main St		Greenville	SC	29601		864-255-5402	agrumbine@wcsr.com	Counsel to Armacell
Womble Carlyle Sandridge & Rice, PLLC	Michael G. Busenkell	222 Delaware Avenue	Suite 1501	Wilmington	DE	19801			mbusenkell@wcsr.com	Counsel to Chicago Miniature Optoelectronic Technologies, Inc.
Woods Oviatt Gilman LLP	Ronald J. Kisinski	700 Crossroads Bldg	2 State St	Rochester	NY	14614		585-362-4514	rkisicki@woodsoviatt.com	

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
Zeichner Ellman & Krause LLP	Stuart Krause	575 Lexington Avenue		New York	NY	10022		212-223-0400	skrause@zeklaw.com	Counsel to Toyota Tsusho America, Inc.

EXHIBIT B

Post-Emergence Master Service List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	PARTY / FUNCTION
United States Trustee	Brian Masumoto	33 Whitehall Street	21st Floor	New York	NY	10004-2112	212-510-0500	Counsel to United States Trustee

EXHIBIT C

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re: DPH Holdings Corp. et al.,

Reorganized Debtors.

Chapter 11

Case No. 05-44481 (RDD)

(Jointly Administered)

**ORDER GRANTING MOTION BY DAVID ARMSTRONG TO DEEM CLAIM FOR
ADMINISTRATIVE EXPENSE TIMELY FILED PURSUANT TO
FED. R. BANKR. P. 9006(b) AND 11 U.S.C. § 503(b)**

This matter having come before the Court on the Motion By David Armstrong To Deem Claim For Administrative Expense Claim Timely Filed Pursuant To Fed. R. Bankr. P 9006(b) And 11 U.S.C. § 503(b) (the “Motion”) [Docket No. 20760]; and the Court having considered the Reorganized Debtors' Limited Statement Regarding the Motion [Docket No. 20778]; and the parties having agreed on this form of order, and the Court being otherwise fully advised in the premises;

IT IS HEREBY ORDERED that

1. The Motion is granted.
2. The claim for administrative expense (the “Claim”), attached to the Motion as Exhibit A, is deemed timely filed.
3. Notwithstanding anything to contrary in Fed. R. Bankr. P. 3007(a), the Claim filed by David Armstrong is hereby deemed objected to on the basis that the Claim is not supported by the Reorganized Debtors' books and records, and the hearing regarding the objection to such Claim shall be adjourned to a future date to be noticed by the Reorganized Debtors consistent with and subject to the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R.

Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims (Docket No. 6089) and the Order Pursuant To 11 U.S.C. §§ 105(a) And 503(b) Authorizing Debtors To Apply Claims Objection Procedures To Address Contested Administrative Expense Claims (Docket No. 18998); provided, however, that such adjournment is without prejudice to David Armstrong's rights to seek abstention, withdrawal of the reference, or otherwise seek a jury trial in the United States District Court for the Eastern District of Michigan regarding the disputes raised in the Claim and the Reorganized Debtors' rights to contest any such assertions by David Armstrong.

Dated: November 22, 2010
White Plains, New York

/s/Robert D. Drain
Hon. Robert D. Drain
United States Bankruptcy Judge

EXHIBIT D

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	x	

ORDER RESOLVING OUTSTANDING OBJECTIONS TO
CURE OF MATERIAL SUPPLY AGREEMENTS AND CURE
PROPOSALS FOR CERTAIN EXECUTORY CONTRACTS
AND UNEXPIRED LEASES

("CURE RESOLUTION ORDER")

Upon the unopposed motion, dated October 29, 2010 (the "Motion"),¹ of DPH Holdings Corp. ("DPH Holdings"), on behalf of itself and certain of its affiliated reorganized debtors in the above-captioned cases (together with DPH Holdings, the "Reorganized Debtors"), successors to Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, former debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), for entry of an order resolving outstanding objections to cure of Material Supply Agreements and Cure Proposals for certain Other Executory Contracts And Unexpired Leases; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the withdrawal filed on November 11, 2010 (Docket No. 20780) by Spartech Corporation and Spartech Polycom, Inc., withdrawing their previously filed Cure Proposal (Docket No. 13042); and there being no opposition to the requested relief; and upon the

¹ Capitalized terms used but not otherwise defined herein have the meanings given to them in the Motion.

record of the November 18, 2010 hearing on the Motion; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY FOUND AND DETERMINED THAT:²

A. This Court has core jurisdiction over these chapter 11 cases and the parties and property affected hereby pursuant to 28 U.S.C. §§ 157 and 1334, article 13 of the Modified Plan, and paragraphs FF and 56 of the Modification Approval Order. Venue of this proceeding and this Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

B. The objections to Cure Amount Notices identified on Exhibit A-1 hereto assert cure amounts inconsistent with the Reorganized Debtors' books and records.

C. The objections to Cure Amounts identified on Exhibit A-2 hereto have been resolved and the Counterparties who asserted such objections have not opposed the relief sought in the Motion, but the Counterparties have not filed formal withdrawals of their objections.

D. The Cure Proposals identified on Exhibit B hereto assert cure amounts that do not relate to contracts that were assumed and assigned pursuant to the Modified Plan.

NOW, THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is GRANTED.
2. The objections to Cure Amount Notices identified on Exhibit A-1 hereto are overruled with prejudice.
3. The objections to Cure Amounts identified on Exhibit A-2 hereto are deemed withdrawn with prejudice, or, in the alternative, overruled as settled or resolved.

² Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052.

4. The Cure Proposals identified on Exhibit B hereto are denied with prejudice.

5. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to the implementation of this order.

Dated: White Plains, New York
November 22, 2010

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

Exhibit A-1

<u>Counterparty</u>	<u>Objection</u>	<u>Docket No.</u>	<u>Date</u>
DGC-Plastic Molding Inc.	Objection Of DGC-Plastic Molding Inc. To Notice Of Cure Amount With Respect To Executory Contract To Be Assumed Or Assumed And Assigned Under Plan Of Reorganization	12561	2/8/2008
Magneti Marelli Powertrain USA Inc	Objection Of Magneti Marelli Powertrain USA Inc. To Notice Of Cure Amount With Respect To Executory Contract To Be Assumed Or Assumed And Assigned Under Plan Of Reorganization	12563	2/8/2008

Exhibit A-2

<u>Counterparty</u>	<u>Objection</u>	<u>Docket No.</u>	<u>Date</u>
Digi-Key Corporation	Objection Of Digi-Key Corporation To Notice Of Cure Amount With Respect To Executory Contract To Be Assumed Or Assumed And Assigned Under Plan Of Reorganization	12562	2/8/2008
SANYO Electronic Device (USA) Corporation	Objection Of SANYO Electronic Device (USA) Corporation To Notice Of Cure Amount With Respect To Executory Contract To Be Assumed Or Assumed And Assigned Under Plan Of Reorganization	12701	2/13/2008

Exhibit B

<u>Counterparty</u>	<u>Cure Proposal</u>	<u>Docket No.</u>	<u>Date</u>
Georgia Power Company	Cure Claim With Respect To Assumption Of Master Contract For Electric Power Service Pursuant To First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession	13015	3/7/2008
TR Butterfield Trail Corporation	Cure Claim Filed By TR Butterfield Trail Corporation	Undocketed	3/4/2008

EXHIBIT E

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----x
In re : Chapter 11
DPH HOLDINGS CORP., et al. : Case No. 05-44481 (RDD)
Reorganized Debtors. : (Jointly Administered)
-----x

**ORDER PURSUANT TO 11 U.S.C. § 503(b) AND FED. R. BANKR. P. 3007
DISALLOWING AND EXPUNGING PROOFS OF ADMINISTRATIVE
EXPENSE CLAIM NUMBERS NOS. 19037, 19092, 19094, 19097,
19120, 19727, 19728, 19729, 19730, 19731, 19732, 19733, 19734 AND 19736**

Upon the Reorganized Debtors' Forty-Third Omnibus Objection Pursuant To 11 U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 To (I) Expunge Certain Administrative Expense (A) Severance Claims, (B) Books And Records Claims, (C) Duplicate Claims, (D) Equity Interests, (E) Prepetition Claims, (F) Insufficiently Documented Claims, (G) Pension, Benefit, And OPEB Claims, (H) Workers' Compensation Claims, And (I) Transferred Workers' Compensation Claims, (II) Modify And Allow Certain Administrative Expense Severance Claims, And (III) Allow Certain Administrative Expense Severance Claims (Docket No. 19356) (the "Forty-Third Omnibus Claims Objection"), by which DPH Holdings Corp. ("DPH Holdings") and certain of its affiliated reorganized debtors in the above-captioned cases (together with DPH Holdings, the "Reorganized Debtors") successors of Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned

cases (collectively, the "Debtors"), objecting to proofs of administrative expense claim numbers 19037, 19092, 19094, 19097, 19120, 19727, 19728, 19729, 19730, 19731, 19732, 19733, 19734 and 19736 (the "Continental Claims") filed by Continental AG and Affiliates ("Claimants"); and upon Claimants' response to the Forty-Third Omnibus Claims Objection (Docket No. 19359) (the "Response"); and upon the Reorganized Debtors' Supplemental Reply To Response Of Claimants To Reorganized Debtors' Objection To Proofs Of Administrative Expense Claim Numbers 19037, 19092, 19094, 19097, 19120, 19727, 19728, 19729, 19730, 19731, 19732, 19733, 19734 and 19736 (Docket No. 20773) (the "Supplemental Reply" and together with the Forty-Third Omnibus Claims Objection and the Response, the "Pleadings"); and upon the record of the November 18, 2010 sufficiency hearing held on the Forty-Third Omnibus Claims Objection to the Continental Claims, and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY FOUND AND DETERMINED THAT:¹

A. Claimants, the holders of the Proofs of Claim, were properly and timely served with a copy of the Forty-Third Omnibus Claims Objection, a personalized Notice Of Objection To Claim, a copy of the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (I) Dates For Hearings Regarding Objections To Claims And (II) Certain Notices And Procedures

¹ Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052. Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Forty-Third Omnibus Claims Objection.

Governing Objections To Claims (Docket No. 6089) (the "Claims Objection Procedures Order"), the Order Pursuant To 11 U.S.C. §§ 105(a) And 503(b) Authorizing Debtors To Apply Claims Objection Procedures To Address Contested Administrative Expense Claims (the "Administrative Claims Objection Procedures Order") (Docket No. 18998), the proposed order with respect to the Forty-Third Omnibus Claims Objection, and the notice of the deadline for responding to the Forty-Third Omnibus Claims Objection.

B. The Claimants submitted the Response to the Forty-Third Omnibus Claims Objection.

C. On October 6, 2009, the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors.

D. On October 20, 2010, the Reorganized Debtors filed the Notices Of Sufficiency Hearing With Respect To Reorganized Debtors' Objection To Proofs Of Administrative Expense Claim Numbers 19037, 19092, 19094, 19097, 19120, 19727, 19728, 19729, 19730, 19731, 19732, 19733, 19734 and 19736 (Docket Nos. 20684, 20685, 20686 and 20687) (the "Sufficiency Hearing Notice").

E. The Claimants were properly and timely served with a copy of the Sufficiency Hearing Notice and the Supplemental Reply.

F. This Court has jurisdiction over the contested matters set forth in the Pleadings pursuant to 28 U.S.C. §§ 157 and 1334. The Pleadings are core

proceedings under 28 U.S.C. § 157(b)(2). Venue of these cases and the Pleadings in this district is proper under 28 U.S.C. §§ 1408 and 1409.

G. For the reasons stated by this Court at the November 18, 2010 hearing, Claimants have failed to sufficiently plead a prima facie claim regarding the Continental Claims; therefore, the Continental Claims should be disallowed and expunged in their entirety.

H. The relief requested in the Forty-Third Omnibus Claims Objection and the Supplemental Reply as to the Continental Claims is in the best interests of the Reorganized Debtors, their creditors, and other parties-in-interest.

NOW THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The Continental Claims, consisting of proofs of administrative expense claim numbers 19037, 19092, 19094, 19097, 19120, 19727, 19728, 19729, 19730, 19731, 19732, 19733, 19734 and 19736, are disallowed and expunged in their entirety.

2. This Court shall retain jurisdiction over the Reorganized Debtors and the holders of administrative claims subject to the Forty-Third Omnibus Claims Objection and the Supplemental Reply to hear and determine all matters arising from the implementation of this order.

3. Each administrative claim and the objections by the Reorganized Debtors to each administrative claim addressed in the Forty-Third Omnibus Claims Objection constitutes a separate contested matter as contemplated by Fed. R. Bankr. P. 9014. This Order shall be deemed a separate order with respect to the administrative

claims addressed hereby. Any stay of this Order shall apply only to the contested matter which involves such administrative claim and shall not act to stay the applicability or finality of this Order with respect to the other contested matters covered by the Forty-Third Omnibus Claims Objection.

4. Kurtzman Carson Consultants LLC is hereby directed to serve this Order in accordance with the Claims Objection Procedures Order and the administrative claims Objection Procedures Order.

Dated: White Plains, New York
November 22, 2010

/s/Robert D. Drain
HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT F

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	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
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ORDER DENYING WITHOUT PREJUDICE JOHNSON CONTROLS' MOTION

Upon the Motion Of Johnson Controls Inc. Power Solutions And Johnson Controls Battery Group, Inc. For An Order Compelling DPH Holdings To Comply With The Transfer Agreement Relating To Transfer Of Delphi's New Brunswick Battery Facility To Johnson Controls, Inc., For Adequate Assurance Of Financial Ability To Perform Under Transfer Agreement, And In The Alternative, For Leave To Take 2004 Examination Of DPH Holdings Corp And For Other Relief, dated October 6, 2010 (Docket No. 20656) (the "Motion"); and upon the Reorganized Debtors' Objection To Motion Of Johnson Controls Inc. Power Solutions And Johnson Controls Battery Group, Inc. For An Order Compelling DPH Holdings To Comply With The Transfer Agreement Relating To Transfer Of Delphi's New Brunswick Battery Facility To Johnson Controls, Inc., For Adequate Assurance Of Financial Ability To Perform Under Transfer Agreement, And In The Alternative, For Leave To Take 2004 Examination Of DPH Holdings Corp And For Other Relief, dated November 10, 2010 (Docket No. 20779), the letter from the State of New Jersey, dated November 15, 2010 (Docket No. 20788), the Reply Memorandum Of Law In Further Support Of Motion Of Johnson Controls Inc. Power Solutions And Johnson Controls Battery Group, Inc. For An Order Compelling DPH Holdings To Comply With The Transfer Agreement Relating To Transfer Of Delphi's New Brunswick Battery Facility To Johnson Controls, Inc., For Adequate Assurance Of Financial Ability To Perform Under Transfer Agreement, And In The Alternative, For Leave To Take

2004 Examination Of DPH Holdings Corp And For Other Relief, dated November 16, 2010 (Docket No. 20800), the letter from the State of New Jersey, dated November 17, 2010 (Docket No. 20817), and the Reorganized Debtors' Statement In Further Support Of Objection To Motion Of Johnson Controls Inc. Power Solutions And Johnson Controls Battery Group, Inc. For An Order Compelling DPH Holdings To Comply With The Transfer Agreement Relating To Transfer Of Delphi's New Brunswick Battery Facility To Johnson Controls, Inc., For Adequate Assurance Of Financial Ability To Perform Under Transfer Agreement, And In The Alternative, For Leave To Take 2004 Examination Of DPH Holdings Corp And For Other Relief, dated November 17, 2010 (Docket No. 20824); and this Court having considered the documents filed by the parties and the arguments of the parties at the hearing on this matter conducted on November 18, 2010 (the "Hearing"); and after due deliberation thereon and good and sufficient cause appearing therefor; and for the reasons stated on the record at the Hearing, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is denied without prejudice.

Dated: White Plains, New York
November 22, 2010

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT G

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----X		

ORDER PURSUANT TO 11 U.S.C. § 503(b) AND FED. R. BANKR. P. 3007
(I) DISALLOWING AND EXPUNGING (A) PROOF OF ADMINISTRATIVE CLAIM
NUMBER 18427 FILED BY ATEL LEASING CORPORATION AND (B) THE
ADMINISTRATIVE EXPENSE CLAIM ASSERTED IN THE MOTION OF ATEL LEASING
CORPORATION AT DOCKET NUMBER 6990 AND (II) RENDERING THE MOTION
FILED BY ATEL LEASING CORPORATION AT DOCKET NUMBER 6990 MOOT

("CLAIMS OBJECTION ORDER REGARDING ATEL LEASING CORPORATION")

Upon the Reorganized Debtors' Forty-Sixth Omnibus Objection Pursuant to 11
U.S.C. § 503(b) And Feb. R. Bankr. 3007 To (I) Disallow And Expunge Certain Administrative
Expense (A) Books And Records Claims, (B) Methode Electronics Claims, (C) State Worker's
Compensation Claims, (D) Duplicate State Worker's Compensation Claims, (E) Workers
Compensation Claims, (F) Transferred Worker's Compensation Claims, (G) Tax Claims,
(H) Duplicate Insurance Claims, And (I) Severance Claims, (II) Disallow And Expunge (A) A
Certain Duplicate Worker's Compensation Claim, (III) Modify Certain Administrative Expense
(A) State Workers' Compensation Claims And (B) Workers' Compensation Claims, And (IV)
Allow Certain Administrative Expense Severance Claims (Docket No. 19711) (the "Forty-Sixth
Omnibus Claims Objection"), by which DPH Holdings Corp. ("DPH Holdings") and certain of

its affiliated reorganized debtors in the above-captioned cases (together with DPH Holdings, the "Reorganized Debtors"), successors of Delphi Corporation and certain of its subsidiaries and affiliates, former debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), objected to proof of administrative expense claim number 18427 ("Claim 18427") filed by ATEL Leasing Corporation ("the Claimant"); and upon the Claimant's response to the Reorganized Debtors' Forty-Sixth Omnibus Claims Objection (Docket No. 19840) (the "Forty-Sixth Omnibus Response"); and upon the Reorganized Debtors' Forty-Eighth Omnibus Objection Pursuant To 11 U.S.C. § 503(b) And Fed. R. Bankr. 3007 To Disallow And Expunge (A) Certain Books And Records Claims And (B) Certain Duplicate Claims Asserted In Motions Or Requests For Payment Of Administrative Expense (Docket No. 19976) (the "Forty-Eighth Omnibus Claims Objection," together with the Forty-Sixth Omnibus Claims Objection, the "Objections") by which the Reorganized Debtors' objected to the administrative claim asserted by the Claimant (the "Administrative Claim Asserted in Motion" and together with "Claim 18427," the "Administrative Claims") in the Motion Of ATEL Leasing Corporation (A) For Allowance And Payment Of Outstanding Post-Petition Amounts As An Administrative Expense Claim; (B) To Compel Assumption Or Rejection of Unexpired Lease; And (C) For Immediate Turnover Of Equipment Upon Rejection (Docket No. 6990) (the "Motion"); and upon the Claimant's Response to the Forty-Eighth Omnibus Objection (Docket No. 20264) (the "Forty-Eighth Omnibus Response"); and upon Reorganized Debtors' Supplemental Reply To Responses Of Claimant To Reorganized Debtors' Objection To (I) Proof Of Administrative Expense Claim Number 18427 And (II) The Administrative Expense Claim Asserted In The Motion Of Claimant At Docket No. 6990 (Docket No. 20776) (the "Supplemental Reply"); and upon the Supplemental Response Of ATEL Leasing Corporation To Reorganized Debtors' Objections To

(I) Proof Of Administrative Claim Number 18427 And (II) The Administrative Expense Claim Asserted In the Motion Of ATEL Leasing Corporation At Docket No. 6990 (Docket No. 20798) (the "Supplemental Response," and together with the Forty-Sixth Omnibus Response and the Forty-Eighth Omnibus Response, the "Responses"); and upon Reorganized Debtors' Second Supplemental Reply To Responses Of Claimant To Reorganized Debtors' Objections To (I) Proof Of Administrative Expense Claim Number 18427 And (II) The Administrative Expense Claim Asserted in the Motion Of Claimant At Docket No. 6990 (Docket No. 20823) (the "Second Supplemental Reply," together with the Supplemental Reply, the "Supplemental Replies;" and together with the Objections, the Responses, and the Supplemental Replies, the "Pleadings"); and upon the record of the November 18, 2010 sufficiency hearing held on the Objections to the Administrative Claims; and, after due deliberation thereon, good and sufficient cause appearing therefor,

IT IS HEREBY FOUND AND DETERMINED THAT:¹

A. Claimant, the holder of the Administrative Claims, was properly and timely served with a copy of each of the Objections, a personalized Notice of Objection To Claim with respect to the Forty-Sixth Omnibus Claims Objection, a copy of the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (I) Dates For Hearings Regarding Objections To Claims And (II) Certain Notices And Procedures Governing Objections To Claims (Docket No. 6089) (the "Claims Objection Procedures Order"), the Order Pursuant To 11 U.S.C. §§ 105(a) And 503(b) Authorizing Debtors To Apply Claims Objection Procedures To Address Contested Administrative Expense Claims (Docket No. 18998) (the "Administrative Claims Objection Procedures Order"), the proposed

¹ Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052.

orders with respect to each of the Objections, and the notice of the deadlines for responding to each of the Objections.

B. On October 20, 2010, the Reorganized Debtors filed the Notice of Sufficiency Hearing With Respect to Reorganized Debtors' Objection to (I) Proofs of Administrative Expense Claim Numbers 18427, 18677, 19149, And 19572 And (II) The Administrative Expense Claim Asserted In The Motion Of Claimant At Docket No. 6990 (Docket No. 20694) (the "Sufficiency Hearing Notice").

C. The Claimant was properly and timely served with a copy of the Sufficiency Hearing Notice and the Supplemental Replies.

D. This Court has jurisdiction over the contested matters set forth in the Pleadings pursuant to 28 U.S.C. §§ 157 and 1334. The Pleadings are core proceedings under 28 U.S.C. § 157(b)(2). Venue of these cases and the Pleadings in this district is proper under 28 U.S.C. §§ 1408 and 1409.

E. For the reasons stated by this Court at the November 18, 2010 hearing, the plain language of the Stipulation And Agreed Order Resolving Objection Of ATEL Leasing Corporation To Notice of Assumption And Assignment (Docket No. 18965) (the "Stipulation") executed by each of the Claimant and the Reorganized Debtors is unambiguous by its terms.

F. Pursuant to the Stipulation, the Claimant (a) agreed that the consideration provided thereunder is in full satisfaction of all amounts asserted in the Cure Claim Of ATEL Leasing Corporation (Docket No. 12976) and the Limited Objection of ATEL Leasing Corporation Of America To Notice Of Assumption And Assignment With Respect To Certain Executory Contracts Or Unexpired Leases To Be Assumed And Assigned To Parnassus II, LLC Under Modified Plan Of Reorganization (Docket No. 18402), and (b) granted the Reorganized Debtors a broad release of all claims arising on or prior to October 7th, 2009.

NOW THEREFORE, IT IS HEREBY ORDERED ADJUDGED, AND DECREED
THAT:

1. The Objections filed by the Reorganized Debtors are sustained.
2. The Administrative Claims are hereby disallowed and expunged in their entirety.
3. The Motion is hereby deemed moot.
4. This Court shall retain jurisdiction over the parties to the Stipulation to hear and determine all matters arising from the implementation of this order.
5. Kurtzman Carson Consultants LLC is hereby directed to serve this order in accordance with the Claims Objection Procedures Order and the Administrative Claims Objection Procedures Order.

Dated: White Plains, New York
November 29, 2010

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT H

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----x
: In re : Chapter 11
: :
: DPH HOLDINGS CORP., et al., : Case No. 05-44481 (RDD)
: :
: Reorganized Debtors. : (Jointly Administered)
: :
-----x

ORDER PURSUANT TO 11 U.S.C. § 503(b) AND FED. R. BANKR. P. 3007
DISALLOWING AND EXPUNGING PROOF OF ADMINISTRATIVE
EXPENSE CLAIM NUMBER 19572 FILED BY THE MISSISSIPPI
WORKERS' COMPENSATION INDIVIDUAL SELF-INSURER GUARANTY
ASSOCIATION ON BEHALF OF KAAREN D. WASHINGTON

("CLAIMS OBJECTION ORDER REGARDING
KAAREN D. WASHINGTON")

Upon the Reorganized Debtors' Forty-Sixth Omnibus Objection Pursuant To 11
U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 To (I) Disallow And Expunge Certain
Administrative Expense (A) Books And Records Claims, (B) Methode Electronics Claims, (C)
State Workers' Compensation Claims, (D) Duplicate State Workers' Compensation Claims, (E)
Workers' Compensation Claims, (F) Transferred Workers' Compensation Claims, (G) Tax
Claims, (H) Duplicate Insurance Claims, And (I) Severance Claims, (II) Disallow And Expunge
(A) A Certain Duplicate Workers' Compensation Claim, (B) A Certain Duplicate Tax Claim,
And (C) A Certain Duplicate Severance Claim, (III) Modify Certain Administrative Expense (A)
State Workers' Compensation Claims And (B) Workers' Compensation Claims, And (IV) Allow
Certain Administrative Expense Severance Claims (Docket No. 19711) (the "Forty-Sixth
Omnibus Claims Objection"), by which DPH Holdings Corp. ("DPH Holdings") and certain of

its affiliated reorganized debtors in the above-captioned cases (together with DPH Holdings, the "Reorganized Debtors"), successors of Delphi Corporation and certain of its subsidiaries and affiliates, former debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), objected to proof of administrative expense claim number 19572, filed by the Mississippi Workers' Compensation Individual Self-Insurer Guaranty Association (the "Association") on behalf of Kaaren D. Washington (the "Claimant"); and upon the response to the Forty-Sixth Omnibus Claims Objection (Docket Nos. 19850) (the "Response"); and upon the Reorganized Debtors' Supplemental Reply To Response On Behalf Of Claimant To Reorganized Debtors' Objection To Proof Of Administrative Expense Claim Number 19572 Filed On Behalf Of Kaaren D. Washington (Docket No. 20774) (the "Supplemental Reply," and together with the Forty-Sixth Omnibus Claims Objection and the Response, the "Pleadings"); and upon the record of the November 18, 2010 hearing held on the Forty-Sixth Omnibus Claims Objection to proof of administrative expense claim number 19572, and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY FOUND AND DETERMINED THAT:¹

A. The Association, on behalf of Kaaren D. Washington, the holder of proof of administrative expense claim number 19572, was properly and timely served with a copy of the Forty-Sixth Omnibus Claims Objection, a personalized Notice Of Objection To Claim, a copy of the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (I) Dates For Hearings Regarding Objections To Claims And (II) Certain Notices And Procedures Governing Objections To Claims (Docket No.

¹ Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052. Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Forty-Sixth Omnibus Claims Objection.

6089) (the "Claims Objection Procedures Order"), the Order Pursuant To 11 U.S.C. §§ 105(a) And 503(b) Authorizing Debtors To Apply Claims Objection Procedures To Address Contested Administrative Expense Claims (the "Administrative Claims Objection Procedures Order") (Docket No. 18998), the proposed order with respect to the Forty-Sixth Omnibus Claims Objection, and the notice of the deadline for responding to the Forty-Sixth Omnibus Claims Objection.

B. The Association, on behalf of the Claimant, submitted the Response to the Forty-Sixth Omnibus Claims Objection.

C. On October 6, 2009, the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors.

D. On July 28, 2010, the Reorganized Debtors filed the Notice of Rescheduling Of Fifty-Eighth Omnibus Hearing And Thirty-Sixth Claims Hearing (Docket No. 20480) (the "Notice Of Rescheduling").

E. On October 20, 2010, the Reorganized Debtors filed the Notice Of Sufficiency Hearing With Respect To Reorganized Debtors' Objection To (I) Proofs Of Administrative Expense Claim Numbers 18427, 18677, 19149, And 19572 And (II) The Administrative Expense Claim Asserted In The Motion Of ATEL Leasing Corporation At Docket No. 6990 (Docket No. 20694) (the "Notice Of Hearing").

F. The Association and the Claimant were properly and timely served with a copy of the Notice Of Hearing.

G. The Association and the Claimant were properly and timely served with a copy of the Supplemental Reply.

H. This Court has jurisdiction over the contested matters set forth in the Pleadings pursuant to 28 U.S.C. §§ 157 and 1334. The Pleadings are core proceedings under 28 U.S.C. § 157(b)(2). Venue of these cases and the Pleadings in this district is proper under 28 U.S.C. §§ 1408 and 1409.

I. For the reasons stated by this Court at the November 18, 2010 hearing, the Association and the Claimant have failed to sufficiently plead a prima facie claim; therefore, proof of administrative expense claim number 19572 should be disallowed and expunged in its entirety.

NOW THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED
THAT:

1. Proof of administrative expense claim number 19572 is hereby disallowed and expunged in its entirety.

2. Nothing contained herein shall constitute, nor shall it be deemed to constitute, the allowance of any claim asserted against any of the Debtors or the Reorganized Debtors.

3. This Court shall retain jurisdiction over the Reorganized Debtors and the holders of Administrative Claims subject to the Forty-Sixth Omnibus Claims Objection and the Supplemental Reply to hear and determine all matters arising from the implementation of this order.

4. Kurtzman Carson Consultants LLC is hereby directed to serve this order in accordance with the Claims Objection Procedures Order and the Administrative Claims Objection Procedures Order.

Dated: White Plains, New York
November 30, 2010

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT I

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	x	

JOINT STIPULATION AND AGREED ORDER BETWEEN REORGANIZED
DEBTORS AND BRAZEWAY, INC. DISALLOWING AND EXPUNGING
PROOF OF ADMINISTRATIVE EXPENSE CLAIM NUMBER 19063

(BRAZEWAY, INC.)

DPH Holdings Corp. and its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors") and Brazeway, Inc. (the "Claimant") respectfully submit this Joint Stipulation And Agreed Order Between Reorganized Debtors And Brazeway, Inc. Disallowing And Expunging Proof Of Administrative Expense Claim Number 19063 (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8 and 14, 2005, Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, former debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York (the "Court").

WHEREAS, on July 15, 2009, the Claimant filed proof of administrative expense claim number 19063 against Delphi which asserts an administrative claim in the amount of \$89,580.02 for the sale of goods and obsolete inventory and tooling (the "Claim").

WHEREAS, on October 6, 2009, the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors. In connection with the consummation of the Modified Plan, Delphi emerged from chapter 11 as DPH Holdings Corp.

WHEREAS, Article 9.6(a) of the Modified Plan provides that "[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors and making distributions (if any) with respect to all Claims and Interests."

WHEREAS, on January 22, 2010, the Reorganized Debtors filed the Reorganized Debtors' Forty-Third Omnibus Objection Pursuant To 11 U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 To (I) Expunge Certain Administrative Expense (A) Severance Claims, (B) Books And Records Claims, (C) Duplicate Claims, (D) Equity Interests, (E) Prepetition Claims, (F) Insufficiently Documented Claims, (G) Pension, Benefit, And OPEB Claims, (H) Workers' Compensation Claims, And (I) Transferred Workers' Compensation Claims, (II) Modify And Allow Certain Administrative Expense Severance Claims, And (III) Allow Certain Administrative Expense Severance Claims (Docket No. 19356) (the "Forty-Third Omnibus Claims Objection").

WHEREAS, on February 9, 2010, the Claimant filed the Response By Brazeway To Notice Of Objection To Claim By DPH Holdings Corp. (Docket No. 19408).

WHEREAS, the obligations asserted in the Claim were satisfied in full and no further amounts are owed to Claimant on account of the Claim.

WHEREAS, to resolve the Forty-Third Omnibus Claims Objection with respect to the Claim, the Reorganized Debtors and the Claimant entered into this Stipulation, pursuant to which the Reorganized Debtors and the Claimant agreed that the Claim will be disallowed and expunged in its entirety.

NOW, THEREFORE, the Reorganized Debtors and the Claimant stipulate and agree as follows:

1. The Claim is hereby disallowed and expunged in its entirety.

2. This Court shall retain original and exclusive jurisdiction to adjudicate any disputes arising from or in connection with this Stipulation.

So Ordered in White Plains, New York, this 2nd day of December, 2010

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons
John Wm. Butler, Jr.
John K. Lyons
Ron E. Meisler
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
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/s/ Bruce N. Elliot
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Attorneys for Brazeway, Inc.

- and -

Four Times Square
New York, New York 10036

Attorneys for DPH Holdings Corp., et al.,
Reorganized Debtors

EXHIBIT J

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	x	

JOINT STIPULATION AND AGREED ORDER BETWEEN REORGANIZED
DEBTORS AND INTEVA PRODUCTS, LLC WITHDRAWING PROOFS OF
ADMINISTRATIVE EXPENSE CLAIM
NUMBERS 19134, 19135, AND 19136

(INTEVA PRODUCTS, LLC)

DPH Holdings Corp. and its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors") and Inteva Products, LLC (the "Claimant") respectfully submit this Joint Stipulation And Agreed Order Between Reorganized Debtors And Inteva Products, LLC Withdrawing Proofs Of Administrative Expense Claim Numbers 19134, 19135, And 19136 (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8 and 14, 2005, Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, former debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York (the "Court").

WHEREAS, on July 15, 2009, the Claimant filed proof of administrative expense claim number 19134 against Delphi which asserts an administrative expense claim in the amount of \$10,377.60 for certain alleged contractual obligations of the Debtors ("Claim 19134").

WHEREAS, on July 15, 2009, the Claimant filed proof of administrative expense claim number 19135 against Delphi which asserts an administrative expense claim in the amount of \$170,000.00 plus certain unliquidated amounts for certain alleged relocation expenses owed by the Debtors ("Claim 19135").

WHEREAS, on July 15, 2009, the Claimant filed proof of administrative expense claim number 19136 against Delphi which asserts an administrative expense claim in the amount of \$16,701.76 for certain alleged contractual obligations of the Debtors ("Claim 19136," together with Claim 19134 and Claim 19135, the "Claims").

WHEREAS, on October 6, 2009, the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors

And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors. In connection with the consummation of the Modified Plan, Delphi emerged from chapter 11 as DPH Holdings Corp.

WHEREAS, Article 9.6(a) of the Modified Plan provides that "[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors and making distributions (if any) with respect to all Claims and Interests."

WHEREAS, on April 16, 2010, the Reorganized Debtors objected to the Claims pursuant to the Reorganized Debtors' Forty-Seventh Omnibus Objection Pursuant To 11 U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 To (I) Disallow And Expunge (A) Certain Administrative Expense Books And Records Claims, (B) A Certain Administrative Expense Duplicate Claim, And (C) Certain Administrative Expense Duplicate Substantial Contribution Claims, And (II) Modify Certain Administrative Expense Claims (Docket No. 19873) (the "Forty-Seventh Omnibus Claims Objection").

WHEREAS, on May 12, 2010, the Claimant filed the Inteva Products, LLC's Response To Reorganized Debtors' Forty-Seventh Omnibus Objection Pursuant To 11 U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 To (I) Disallow And Expunge (A) Certain Administrative Expense Books And Records Claims, (B) A Certain Administrative Expense Duplicate Claim, And (C) Certain Administrative Expense Duplicate Substantial Contribution Claims, And (II) Modify Certain Administrative Expense Claims (Docket No. 20045) (the "Response").

WHEREAS, to resolve the Forty-Seventh Omnibus Claims Objection with respect to the Claims, the Reorganized Debtors and the Claimant entered into this Stipulation, pursuant

to which the Reorganized Debtors and the Claimant agreed that each of the Claims will be withdrawn.

NOW, THEREFORE, the Reorganized Debtors and the Claimant stipulate and agree as follows:

1. Claim 19134 is hereby deemed withdrawn.
2. Claim 19135 is hereby deemed withdrawn.
3. Claim 19136 is hereby deemed withdrawn.
4. The Response is hereby deemed withdrawn.
5. This Court shall retain original and exclusive jurisdiction to adjudicate any

disputes arising from or in connection with this Stipulation.

So Ordered in White Plains, New York, this 6th day of December, 2010

/s/ Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons
John Wm. Butler, Jr.
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- and -

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Attorneys for DPH Holdings Corp., et al.,
Reorganized Debtors

EXHIBIT K

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DPH Holdings Corp. Legal Information Website:
<http://www.dphholdingsdocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	x	

JOINT STIPULATION AND AGREED ORDER BETWEEN REORGANIZED
DEBTORS, BENTELER AUTOMOTIVE CORPORATION, AND DELPHI
AUTOMOTIVE SYSTEMS, LLC COMPROMISING AND ALLOWING
PROOF OF ADMINISTRATIVE EXPENSE CLAIM NUMBER 19127

(BENTELER AUTOMOTIVE CORPORATION)

DPH Holdings Corp. and its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors"), Benteler Automotive Corporation ("Benteler Automotive"), and Delphi Automotive Systems, LLC (f/k/a New Delphi Automotive Systems 1, LLC) ("New DAS LLC") respectfully submit this Joint Stipulation And Agreed Order Between Reorganized Debtors, Benteler Automotive Corporation, And Delphi Automotive Systems, LLC Compromising And Allowing Proof Of Administrative Expense Claim Number 19127 (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8 and 14, 2005, Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), former debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on July 15, 2009, Benteler Automotive filed proof of administrative expense claim number 19127 against Delphi which asserts an administrative claim in the amount of \$147,051.60 for an overpayment made to DAS LLC (the "Claim").

WHEREAS, pursuant to the Master Disposition Agreement Among Delphi Corporation, GM Components Holdings, LLC, General Motors Company, Motors Liquidation Company (f/k/a General Motors Corporation), and DIP Holdco 3 LLC, among others, dated as of July 30, 2009 (the "MDA"), the Buyers (as defined in the MDA) assumed certain administrative expense liabilities of the Debtors.

WHEREAS, pursuant to the MDA, New DAS LLC, as a subsidiary of Delphi Automotive LLP (as assignee of DIP Holdco 3 LLC), assumed the administrative expense liabilities related to the Claim.

WHEREAS, on October 6, 2009 (the "Effective Date"), the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors. In connection with the consummation of the Modified Plan, Delphi and DAS LLC emerged from chapter 11 as DPH Holdings Corp. and DPH-DAS LLC, respectively.

WHEREAS, Article 9.6(a) of the Modified Plan provides that "[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors and making distributions (if any) with respect to all Claims and Interests."

WHEREAS, on January 22, 2010, the Reorganized Debtors objected to the Claim pursuant to the Reorganized Debtors' Forty-Third Omnibus Objection Pursuant To 11 U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 To (I) Expunge Certain Administrative Expense (A) Severance Claims, (B) Books And Records Claims, (C) Duplicate Claims, (D) Equity Interests, (E) Prepetition Claims, (F) Insufficiently Documented Claims, (G) Pension, Benefit, And OPEB Claims, (H) Workers' Compensation Claims, And (I) Transferred Workers' Compensation Claims, (II) Modify And Allow Certain Administrative Expense Severance Claims, And (III) Allow Certain Administrative Expense Severance Claims (Docket No. 19356) (the "Forty-Third Omnibus Claims Objection").

WHEREAS, on February 22, 2010, Benteler Automotive filed the Response Of Benteler Automotive Corporation To Reorganized Debtors' Forty-Third Omnibus Claims Objection To The Administrative Expense Claim, No 19127 Of Benteler Automotive Corporation (Docket No. 19526) (the "Response").

WHEREAS, to resolve (a) the Forty-Third Omnibus Claims Objection with respect to the Claim and (b) any other claim, cause of action, demand, or liability of every kind and nature whatsoever (as set forth below) held by any of the Benteler Automotive Releasing Parties (as defined below) against any of the Released Parties (as defined below), the Reorganized Debtors, Benteler Automotive, and New DAS LLC entered into this Stipulation, pursuant to which, among other things, the Reorganized Debtors, Benteler Automotive, and New DAS LLC agreed that the Claim should be allowed as an administrative claim in the amount of \$67,159.26 against DPH-DAS LLC.

NOW, THEREFORE, the Reorganized Debtors, New DAS LLC, and Benteler Automotive stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$67,159.26 and shall be treated as an administrative claim against DPH-DAS LLC in accordance with the terms of the Modified Plan.
2. Satisfaction of the Claim through the payment of \$67,159.26 shall be the sole responsibility of New DAS LLC. The Reorganized Debtors shall have no responsibility with respect to the satisfaction of the Claim.
3. The Response is hereby deemed withdrawn with prejudice.
4. Allowance of the Claim in the amount of \$67,159.26 is in full satisfaction of the Claim, and Benteler Automotive, on its own behalf and on behalf of each of its

predecessors, successors, assigns, parents, subsidiaries, and affiliated companies, and each of their former, current, and future officers, directors, owners, employees, and other agents (collectively, the "Benteler Automotive Releasing Parties"), hereby waives and releases, against each of New DAS LLC, the Debtors, and the Reorganized Debtors, and each of their respective predecessors, successors, assigns, parents, subsidiaries, and affiliated companies, and each of their former and current officers, directors, owners, employees, and any other agents (collectively, the "Released Parties") any right regarding the Claim and any right to assert any other claim, cause of action, demand, or liability of every kind and nature whatsoever, including those arising under contract, statute, or common law, whether or not known or suspected at this time, which relate to the Claim. Each of the Benteler Automotive Releasing Parties organized under the laws of any governmental authority or jurisdiction in the United States, Canada, Mexico, or anywhere else in North America (the "North American Benteler Releasing Parties") further waive and release, against each of the Released Parties, any right to assert any other claim, cause of action, demand, or liability of every kind and nature whatsoever, including those arising under contract, statute, or common law, whether or not known or suspected at this time, which the North American Benteler Automotive Releasing Parties have, ever had, or hereafter shall have against the Released Parties based upon, arising out of, related to, or by reason of any event, cause, thing, act, statement, or omission occurring before the Effective Date. Without conducting a special investigation, and based solely on actual knowledge, the Benteler Automotive Releasing Parties are not aware of any such claim, cause of action, or demand by any of the Benteler Automotive Releasing Parties that are not included in the North American Benteler Releasing Parties.

5. This Court shall retain original and exclusive jurisdiction to adjudicate any disputes arising from or in connection with this Stipulation.

So Ordered in White Plains, New York, this 10th day of December, 2010

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons
John Wm. Butler, Jr.
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Attorney for Delphi Automotive Systems, LLC

EXHIBIT L

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- and -

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Reorganized Debtors

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DPH Holdings Corp. Legal Information Website:
<http://www.dphholdingsdocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	x	

JOINT STIPULATION AND AGREED ORDER BETWEEN REORGANIZED
DEBTORS AND AK STEEL CORPORATION DISALLOWING AND EXPUNGING
PROOF OF ADMINISTRATIVE EXPENSE CLAIM NUMBER 19099

(AK STEEL CORPORATION)

DPH Holdings Corp. and its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors") and AK Steel Corporation (the "Claimant") respectfully submit this Joint Stipulation And Agreed Order Between Reorganized Debtors And AK Steel Corporation Disallowing And Expunging Proof Of Administrative Expense Claim Number 19099 (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8 and 14, 2005, Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, former debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York (the "Court").

WHEREAS, on July 15, 2009, the Claimant filed proof of administrative expense claim number 19099 against Delphi which asserts an administrative expense claim in the amount of \$7,517.35 for the sale of goods (the "Claim").

WHEREAS, on October 6, 2009, the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors. In connection with the consummation of the Modified Plan, Delphi emerged from chapter 11 as DPH Holdings Corp.

WHEREAS, Article 9.6(a) of the Modified Plan provides that "[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors and making distributions (if any) with respect to all Claims and Interests."

WHEREAS, on January 22, 2010, the Reorganized Debtors objected to the Claim pursuant to the Reorganized Debtors' Forty-Third Omnibus Objection Pursuant To 11 U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 To (I) Expunge Certain Administrative Expense (A) Severance Claims, (B) Books And Records Claims, (C) Duplicate Claims, (D) Equity Interests, (E) Prepetition Claims, (F) Insufficiently Documented Claims, (G) Pension, Benefit, And OPEB Claims, (H) Workers' Compensation Claims, And (I) Transferred Workers' Compensation Claims, (II) Modify And Allow Certain Administrative Expense Severance Claims, And (III) Allow Certain Administrative Expense Severance Claims (Docket No. 19356) (the "Forty-Third Omnibus Claims Objection").

WHEREAS, on February 18, 2010, the Claimant filed the Response Of AK Steel Corporation To Reorganized Debtors' Forty Third Omnibus Objection Pursuant To 11 U.S.C. §503(b) And Fed. R. Bankr. P. 3007 To (I) Expunge Certain Administrative Expense (A) Severance Claims, (B) Books And Records Claims, (C) Duplicate Claims, (D) Equity Interests, (E) Prepetition Claims, (F) Insufficiently Documented Claims, (G) Pension, Benefit, And OPEB Claims, (H) Workers' Compensation Claims, And (I) Transferred Workers' Compensation Claims, (II) Modify And Allow Certain Administrative Expense Severance Claims, And (III) Allow Certain Administrative Expense Severance Claims (Docket No. 19503) (the "Response").

WHEREAS, the obligations asserted in the Claim were satisfied in full and no further amounts are owed to the Claimant on account of the Claim.

WHEREAS, to resolve the Forty-Third Omnibus Claims Objection with respect to the Claim, the Reorganized Debtors and the Claimant entered into this Stipulation, pursuant to which the Reorganized Debtors and the Claimant agreed that the Claim will be disallowed and expunged in its entirety.

NOW, THEREFORE, the Reorganized Debtors and the Claimant stipulate and agree as follows:

1. The Claim is hereby disallowed and expunged in its entirety.
2. The Response is hereby deemed withdrawn with prejudice.
3. This Court shall retain original and exclusive jurisdiction to adjudicate any disputes arising from or in connection with this Stipulation.

So Ordered in White Plains, New York, this 10th day of December, 2010

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons
John Wm. Butler, Jr.
John K. Lyons
Ron E. Meisler
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
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/s/ Douglas L. Lutz
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Attorney for AK Steel Corporation

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Reorganized Debtors

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
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JOINT STIPULATION AND AGREED ORDER BETWEEN REORGANIZED
DEBTORS AND THE SHELBY COUNTY TREASURER (I) COMPROMISING
AND ALLOWING PROOFS OF ADMINISTRATIVE EXPENSE CLAIM NUMBERS
18410 AND 18412 AND (II) DISALLOWING AND EXPUNGING PROOF OF
ADMINISTRATIVE EXPENSE CLAIM NUMBER 18411

(SHELBY COUNTY TREASURER)

DPH Holdings Corp. and its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors") and the Shelby County Treasurer (the "Claimant") respectfully submit this Joint Stipulation And Agreed Order Between Reorganized Debtors And The Shelby County Treasurer (I) Compromising And Allowing Proofs Of Administrative Expense Claim Numbers 18410 And 18412 (II) And Disallowing And Expunging Proof Of Administrative Expense Claim Number 18411 (Shelby County Treasurer) (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8 and 14, 2005, Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, former debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York (the "Court").

WHEREAS, on July 13, 2009, the Claimant filed proof of administrative expense claim number 18410 against Delphi which asserts an administrative expense claim in the amount of \$7,506.26 for personal property taxes, including interest, related to tax year 2007 ("Claim 18410").

WHEREAS, on July 13, 2009, the Claimant filed proof of administrative expense claim number 18411 against Delphi which asserts an administrative expense claim in the amount of \$20,500.59 for personal property taxes, including interest, related to tax year 2005 ("Claim 18411").

WHEREAS, on July 13, 2009, the Claimant filed proof of administrative expense claim number 18412 against Delphi which asserts an administrative expense claim in the amount of \$12,251.50 for personal property taxes, including interest, related to tax year 2006 ("Claim

18412" and together with Claim 18410 and Claim 18411, the "Claims").

WHEREAS, on October 6, 2009, the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors. In connection with the consummation of the Modified Plan, Delphi emerged from chapter 11 as DPH Holdings Corp.

WHEREAS, Article 9.6(a) of the Modified Plan provides that "[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors and making distributions (if any) with respect to all Claims and Interests."

WHEREAS, on March 19, 2010, the Reorganized Debtors objected to the Claims pursuant to the Reorganized Debtors' Forty-Sixth Omnibus Objection Pursuant To 11 U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 To (I) Disallow And Expunge Certain Administrative Expense (A) Books And Records Claims, (B) Methode Electronics Claims, (C) State Workers' Compensation Claims, (D) Duplicate State Workers' Compensation Claims, (E) Workers' Compensation Claims, (F) Transferred Workers' Compensation Claims, (G) Tax Claims, (H) Duplicate Insurance Claims, And (I) Severance Claims, (II) Disallow And Expunge (A) A Certain Duplicate Workers' Compensation Claim, (B) A Certain Duplicate Tax Claim, And (C) A Certain Duplicate Severance Claim, (III) Modify Certain Administrative Expense (A) State Workers' Compensation Claims And (B) Workers' Compensation Claims, And (IV) Allow Certain Administrative Expense Severance Claims (Docket No. 19711) (the "Forty-Sixth Omnibus Claims Objection").

WHEREAS, on April 21, 2010, the Claimant filed the Response Of Linda S. Meininger, Shelby County, Ohio Treasurer To Objection To Proofs Of Claims Numbered 18410; 18411; 18412 (Docket No. 19901) (the "Response").

WHEREAS, subsequent to the filing of the Claims, additional interest allegedly accrued on the taxes asserted in Claim 18410 and Claim 18412.

WHEREAS, to resolve the Forty-Sixth Omnibus Claims Objection with respect to the Claims, the Reorganized Debtors and the Claimant entered into this Stipulation, pursuant to which the Reorganized Debtors and the Claimant agreed that (i) Claim 18410 should be allowed as an administrative expense priority claim in the amount of \$7,647.00 against DPH Holdings Corp., (ii) Claim 18411 should be disallowed and expunged in its entirety, and (iii) Claim 18412 should be allowed as an administrative expense priority claim in the amount of \$12,471.59 against DPH Holdings Corp.

NOW, THEREFORE, the Reorganized Debtors and the Claimant stipulate and agree as follows:

1. Claim 18410 shall be allowed in the amount of \$7,647.00 in full and final satisfaction of Claim 18410 and shall be treated as an allowed administrative expense priority claim against DPH Holdings Corp. in accordance with the terms of the Modified Plan.
2. Claim 18412 shall be allowed in the amount of \$12,471.59 in full and final satisfaction of Claim 18412 and shall be treated as an allowed administrative expense priority claim against DPH Holdings Corp. in accordance with the terms of the Modified Plan.
3. Claim 18411 is hereby disallowed and expunged in its entirety.
4. The Response is hereby deemed withdrawn with prejudice.

5. Nothing herein shall be construed as an admission of liability on behalf of the Reorganized Debtors or Debtors with respect to any portion of the Claims.

6. This Court shall retain original and exclusive jurisdiction to adjudicate any disputes arising from or in connection with this Stipulation.

So Ordered in White Plains, New York, this 10th day of December, 2010

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons
John Wm. Butler, Jr.
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/s/ Duane A. Goettemoeller
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
:
DPH HOLDINGS CORP., et al., : Case No. 05-44481 (RDD)
:
Reorganized Debtors. : (Jointly Administered)
:
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JOINT STIPULATION AND AGREED ORDER RESOLVING REORGANIZED DEBTORS'
MOTION FOR ORDER ENFORCING MODIFIED PLAN AND PLAN MODIFICATION
ORDER INJUNCTIONS AGAINST INDENTURE TRUSTEE WITH RESPECT TO CERTAIN
1995 BONDS ISSUED BY THE MICHIGAN STRATEGIC FUND (DOCKET NO. 20772)

DPH Holdings Corp. ("DPH Holdings") and certain of its affiliated reorganized
debtors in the above-captioned cases (collectively, the "Reorganized Debtors") and Law
Debenture Trust Company of New York (the "Indenture Trustee"), as indenture trustee with

respect to the Michigan Strategic Fund Multi-Modal Interchangeable Rate Pollution Control Refunding Revenue Bonds (General Motors Corporation Project), Series 1995, in the aggregate principal amount of \$58.8 million (the "Bonds"), respectfully submit this Joint Stipulation And Agreed Order Resolving Reorganized Debtors' Motion For Order Enforcing Modified Plan And Plan Modification Order Injunctions Against Indenture Trustee With Respect To Certain 1995 Bonds Issued By The Michigan Strategic Fund (Docket No. 20772) (the "Stipulation"), and agree and state as follows:

WHEREAS, by letter dated October 18, 2010 and in other post-emergence communications, the Indenture Trustee has demanded payment from DPH Holdings with respect to the Bonds (the "Demand").

WHEREAS, on November 4, 2010, the Reorganized Debtors filed the Reorganized Debtors' Motion For Order Enforcing Modified Plan And Plan Modification Order Injunctions Against Indenture Trustee With Respect To Certain 1995 Bonds Issued By The Michigan Strategic Fund (Docket No. 20772) (the "Motion") seeking the entry of an order enforcing the injunctions set forth in Article 11.14 of the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession (As Modified) (Docket No. 18707 Ex. A) (the "Modified Plan") and paragraph 22 of the Order Approving Modifications Under 11 U.S.C. § 1127(b) To (I) First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified And (II) Confirmation Order (Docket No. 12359) (Docket No. 18707) (the "Plan Modification Order"), which enjoin any person from taking any action against DPH Holdings or any of the other former debtors in the above-captioned cases to collect, offset, or

recover any claim, interest, or cause of action satisfied, released, or discharged under the Modified Plan.

NOW, THEREFORE, the Reorganized Debtors and the Indenture Trustee stipulate and agree as follows:

A. The Indenture Trustee acknowledges that it is subject to the injunctions in Article 11.14 of the Modified Plan and paragraph 22 of the Plan Modification Order (collectively, the "Plan Injunction"); provided that nothing set forth in this Stipulation shall in any way prejudice any rights that the Indenture Trustee may have under law or equity to seek an order from this Court for relief from the Plan Injunction with respect to any claims arising in connection with the Bonds.

B. The Indenture Trustee shall not make any demand for payment or take any other action to obtain payment with respect to the Bonds from DPH Holdings or any of the other former debtors in the above-captioned cases without first seeking and obtaining the authorization of this Court to take such action.

C. Subject to the foregoing, the parties reserve all other rights, claims, and defenses in connection with any subsequent matter or proceeding concerning the Bonds.

NOW, THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is resolved on the terms set forth in this Stipulation, which is hereby approved.
2. This Stipulation shall be binding on any successor indenture trustee with respect to the Bonds.

3. This Court shall retain original and exclusive jurisdiction to adjudicate any disputes arising from or in connection with this Stipulation or any of the rights, claims, and defenses reserved in this Stipulation.

So Ordered in White Plains, New York, this 10th day of December, 2010.

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ Ron E. Meisler
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John K. Lyons
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Company of New York, as Indenture
Trustee

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Reorganized Debtors

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
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JOINT STIPULATION AND AGREED ORDER RESOLVING REORGANIZED DEBTORS'
MOTION FOR ORDER ENFORCING MODIFIED PLAN AND PLAN MODIFICATION
ORDER INJUNCTIONS AGAINST INDENTURE TRUSTEE WITH RESPECT TO CERTAIN
1994 BONDS ISSUED BY THE COUNTY OF TRUMBULL, OHIO (DOCKET NO. 20795)

DPH Holdings Corp. ("DPH Holdings") and certain of its affiliated reorganized
debtors in the above-captioned cases (collectively, the "Reorganized Debtors"), the Bank of New

York Mellon Corporation (the "Indenture Trustee"), as successor indenture trustee with respect to the Sewage Disposal Revenue Bonds (General Motors Corporation Project) Series 1994, issued by the County of Trumbull, Ohio, in the aggregate principal amount of \$2.75 million (the "Bonds"), and Delphi Automotive LLP respectfully submit this Joint Stipulation And Agreed Order Resolving Reorganized Debtors' Motion For Order Enforcing Modified Plan And Plan Modification Order Injunctions Against Indenture Trustee With Respect To Certain 1994 Bonds Issued By The County Of Trumbull, Ohio (Docket No. 20795) (the "Stipulation"), and agree and state as follows:

WHEREAS, by letter dated August 20, 2010 and in subsequent communications, the Indenture Trustee demanded payment from DPH Holdings with respect to the Bonds (the "Demand").

WHEREAS, on November 15, 2010, the Reorganized Debtors filed the Reorganized Debtors' Motion For Order Enforcing Modified Plan And Plan Modification Order Injunctions Against Indenture Trustee With Respect To Certain 1994 Bonds Issued By The County Of Trumbull, Ohio (Docket No. 20795) (the "Motion") seeking the entry of an order enforcing the injunctions set forth in Article 11.14 of the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession (As Modified) (Docket No. 18707 Ex. A) (the "Modified Plan") and paragraph 22 of the Order Approving Modifications Under 11 U.S.C. § 1127(b) To (I) First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified And (II) Confirmation Order (Docket No. 12359) (Docket No. 18707) (the "Plan Modification Order"), which enjoin any person from taking any action against DPH Holdings or any of the other former debtors in the above-captioned cases to collect, offset, or

recover any claim, interest, or cause of action satisfied, released, or discharged under the Modified Plan.

WHEREAS, on November 19, 2010, Delphi Automotive LLP filed a Joinder Of Delphi Automotive LLP Regarding Reorganized Debtors' Motion For Order Enforcing Modified Plan And Plan Modification Order Injunctions Against Indenture Trustee With Respect To Certain 1994 Bonds Issued By The County Of Trumbull, Ohio (Docket No. 20835) (the "Joinder") alleging that, to the extent the Demand is construed as a demand for payment from Delphi Automotive LLP or any of its subsidiaries or affiliates, the injunctions in Article 11.14 of the Modified Plan and paragraph 22 of the Plan Modification Order similarly prohibit the Indenture Trustee from taking action against Delphi Automotive LLP or any of its subsidiaries or affiliates with respect to the Bonds.

NOW, THEREFORE, the Reorganized Debtors, the Indenture Trustee, and Delphi Automotive LLP stipulate and agree as follows:

A. The Indenture Trustee (i) is subject to the injunctions in Article 11.14 of the Modified Plan and paragraph 22 of the Plan Modification Order (collectively, the "Plan Injunction"), and, therefore, (ii) shall not make any demand for payment or take any other action to obtain payment with respect to the Bonds from DPH Holdings, any of the other former debtors in the above-captioned cases, or Delphi Automotive LLP or any of its subsidiaries or affiliates unless this Court authorizes the Indenture Trustee to take such action.

B. Subject to the foregoing, the parties reserve all other rights, claims, and defenses in connection with any subsequent matter or proceeding concerning the Bonds, including any subsequent request by the Indenture Trustee for relief from this Court to lift the Plan Injunction.

NOW, THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND
DECREED THAT:

1. The Motion and the Joinder are resolved on the terms set forth in this Stipulation, which is hereby approved.
2. This Stipulation shall be binding on any successor indenture trustee with respect to the Bonds.
3. This Court shall retain original and exclusive jurisdiction to adjudicate any disputes arising from or in connection with this Stipulation or any of the rights, claims, and defenses reserved in this Stipulation.

So Ordered in White Plains, New York, this 10th day of December, 2010.

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ Ron E. Meisler

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	x	

JOINT STIPULATION AND AGREED ORDER BETWEEN REORGANIZED
DEBTORS AND ALL TOOL SALES, INC. (I) MODIFYING AND ALLOWING
PROOF OF CLAIM NUMBER 13573 AND (II) DISALLOWING AND EXPUNGING
PROOF OF ADMINISTRATIVE EXPENSE CLAIM NUMBER 19081

(ALL TOOL SALES, INC.)

DPH Holdings Corp. and its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors") and All Tool Sales, Inc. (the "Claimant") respectfully submit this Joint Stipulation And Agreed Order Between Reorganized Debtors And All Tool Sales, Inc. (I) Modifying and Allowing Proof Of Claim Number 13573 And (II) Disallowing And Expunging Proof Of Administrative Expense Claim Number 19081 (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8 and 14, 2005, Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), former debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York (the "Court").

WHEREAS, on July 31, 2006, the Claimant filed proof of claim number 13573 against Delphi which asserts an administrative claim in the amount of \$259,934.61 for goods sold by the Claimant to the Debtors ("Claim 13573").

WHEREAS, on March 16, 2007, the Debtors objected to Claim 13573 pursuant to Debtors' Eleventh Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject To Modification (Docket No. 7301).

WHEREAS, on April 23, 2007, this Court entered the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 Disallowing And Expunging Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records,

(C) Untimely Claims, And (D) Claims Subject To Modification Identified In Eleventh Omnibus Claims Objection (Docket No. 7771) (the "Eleventh Omnibus Claims Objection Order") which modified Claim 13573 to a general unsecured non-priority claim in the amount of \$34,715.63 against DAS LLC.

WHEREAS, on July 15, 2009, the Claimant filed proof of administrative expense claim number 19081 ("Claim 19081") against Delphi. Claim 19081 asserts an administrative expense priority claim in the amount of \$225,218.98 relating to the Debtors' alleged consumption of consigned inventory.

WHEREAS, on October 6, 2009, the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors. In connection with the consummation of the Modified Plan, Delphi and DAS LLC emerged from chapter 11 as DPH Holdings Corp and DPH-DAS LLC, respectively.

WHEREAS, Article 9.6(a) of the Modified Plan provides that "[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors and making distributions (if any) with respect to all Claims and Interests."

WHEREAS, on January 22, 2010, the Reorganized Debtors objected to Claim 19081 pursuant to the Reorganized Debtors' Forty-Third Omnibus Objection Pursuant To 11 U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 To (I) Expunge Certain Administrative Expense (A) Severance Claims, (B) Books And Records Claims, (C) Duplicate Claims, (D) Equity Interests,

(E) Prepetition Claims, (F) Insufficiently Documented Claims, (G) Pension, Benefit, And OPEB Claims, (H) Workers' Compensation Claims, And (I) Transferred Workers' Compensation Claims, (II) Modify And Allow Certain Administrative Expense Severance Claims, And (III) Allow Certain Administrative Expense Severance Claims (Docket No. 19356) (the "Forty-Third Omnibus Claims Objection").

WHEREAS, on February 23, 2010, the Claimant filed the Response By All Tool Sales, Inc. To Reorganized Debtors Forty-Third Omnibus Objection Pursuant To 11 U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 To (I) Expunge Certain Administrative Expense (A) Severance Claims, (B) Books And Records Claims, (C) Duplicate Claims, (D) Equity Interests, (E) Prepetition Claims, (F) Insufficiently Documented Claims, (G) Pension, Benefit, And OPEB Claims, (H) Workers' Compensation Claims, And (I) Transferred Workers' Compensation Claims, (II) Modify And Allow Certain Administrative Expense Severance Claims, And (III) Allow Certain Administrative Expense Severance Claims (Docket No. 19549) (the "Response").

WHEREAS, to resolve the Forty-Third Omnibus Claims Objection with respect to Claim 19081, the Reorganized Debtors and the Claimant entered into this Stipulation, pursuant to which the Reorganized Debtors and the Claimant agreed that Claim 13573 will be modified and allowed as a general unsecured non-priority claim in the amount of \$259,934.61 against DPH-DAS LLC and Claim 19081 will be disallowed and expunged in its entirety.

NOW, THEREFORE, the Reorganized Debtors and the Claimant stipulate and agree as follows:

1. Notwithstanding anything to the contrary in the Eleventh Omnibus Claims Objection Order, Claim 13573 shall be allowed in the amount of \$259,934.61 and shall be

treated as an allowed general unsecured non-priority claim against DPH-DAS LLC in accordance with the terms of the Modified Plan.

2. Claim 19081 is hereby disallowed and expunged in its entirety.
3. The Response is hereby deemed withdrawn with prejudice.
4. Nothing herein shall be construed as an admission of liability on behalf of the Reorganized Debtors or Debtors with respect to any portion of Claim 13573.
5. This Court shall retain original and exclusive jurisdiction to adjudicate any disputes arising from or in connection with this Stipulation.

So Ordered in White Plains, New York, this 13th day of December, 2010

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons
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Digi Key Corporation	Digi Key Corporation	Lori Ann Walseth Accts Rec Supervisor	PO Box 677		Thief River Falls	MN	56701
Georgia Power Company	Georgia Power Company	PO Box 4545	Bin 80002 Lakecia Burnam		Atlanta	GA	30302
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Liquidity Solutions	Norman Shoenfeld	One University Plaza Ste 312			Hackensack	NJ	07601-0000
Magneti Marelli Powertrain USA Inc	Roger Moore	2101 Nash St			Sanford	NC	27330
SANYO Electronic Device USA Corporation	D Bradley Young	2055 Sanyo Ave			San Diego	CA	92154
Spartech Corporation Spartech Polycom	Christopher J. Lawhorn	Bryan Cave LLP	One Metropolitan Square	211 North Broadway Suite 3600	St. Louis	MO	63102-2750
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Tr Butterfield Trail Corp	Ndh Property Management Services	7400 Viscount	Ste 240		El Paso	TX	79925
Tr Butterfield Trail Corp		c/o Capri Capital Advisors Llc	1201 N Clark St Ste 300		Chicago	IL	60610

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EXHIBIT T

Pg 117 of 137
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 Special Parties

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Johnson Controls Battery Group Inc	Elena Lazarou	Reed Smith LLP	599 Lexington Ave	New York	NY	10022
Johnson Controls Battery Group Inc	Stephen Bobo	Sachnoff & Weaver Ltd	10 S Wacker Dr Ste 4000	Chicago	IL	60606
Johnson Controls Inc	Attn General Counsel	5757 N Green Bay Avenue	PO Box 591	Milwaukee	WI	53201
Johnson Controls Inc	Attn President Battery	5757 N Green Bay Avenue	PO Box 591	Milwaukee	WI	53201
Johnson Controls Inc Automotive Group	Elena Lazarou	Reed Smith LLP	599 Lexington Ave	New York	NY	10022
Johnson Controls Inc Automotive Group	Stephen Bobo	Sachnoff & Weaver Ltd	10 S Wacker Dr Ste 4000	Chicago	IL	60606
Johnson Controls Technology Company	Elena Lazarou	Reed Smith LLP	599 Lexington Ave	New York	NY	10022
Johnson Controls Technology Company	Stephen Bobo	Sachnoff & Weaver Ltd	10 S Wacker Dr Ste 4000	Chicago	IL	60606

EXHIBIT U

Company	Contact	Address1	Address2	Address3	City	State	Zip
ATEL Capital Group	Vasco H Morais Jr	Sr VP General Counsel and Secretary	600 California St 6th Fl		San Francisco	CA	94108
ATEL Leasing Corporation	Mark Pfeiffer	Buchanan Ingersol & Rooney PC	Two Liberty Place Suite 3200	50 South 16th Street	Philadelphia	PA	19102
ATEL Leasing Corporation	Peter S Russ	Buchanan Ingersol & Rooney PC	620 Eighth Avenue	23rd floor	New York	NY	10018
ATEL Leasing Corporation	Susan P Persichilli	Buchanan Ingersol & Rooney PC	One Chase Manhattan Plaza	35th Floor	New York	NY	10005

EXHIBIT V

Company	Contact	Address1	Address2	Address3	City	State	Zip
Kaaren Aaron Washington	Gilbert PLLC	A Spencer Gilbert III	4500 I 55 N Ste 246	PO Box 13187	Jackson	MS	39236
Kaaren Aaron Washington	Mississippi Workers Compensation	Individual Self Insurer Guaranty Assn	PO Box 13187		Jackson	MS	39236
Kaaren Aaron Washington		PO Box 251			Tougaloo	MS	39174

EXHIBIT W

Company	Contact	Address1	Address2	City	State	Zip
Brazeway Inc	Bruce N Elliot	Conlin McKenney & Philbrick PC	350 S Main St Ste 400	Ann Arbor	MI	48104

EXHIBIT X

Company	Contact	Address1	Address2	City	State	Zip
Inteva Products LLC	Foley & Lardner LLP	Judy A Oneill Derek L Wright	321 N Clark St Ste 2800	Chicago	IL	60654-5313

EXHIBIT Y

Company	Contact	Address1	Address2	City	State	Zip
Benteler Automotive Corporation	Thomas P Sarb	Miller Johnson Snell & Cummiskey PLC	250 Monroe Ave NW Ste 800	Grand Rapids	MI	49503-2250

EXHIBIT Z

Company	Contact	Address1	Address2	Address3	City	State	Zip
AK Steel Corporation	Attn Jeffrey L Zackerman	Commercial Affairs Counsel	9227 Centre Pointe Dr		West Chester	OH	45069
AK Steel Corporation	Douglas L Lutz	Frost Brown Todd LLC	2200 PNC Center	201 E Fifth St	Cincinnati	OH	45202

EXHIBIT AA

Company	Contact	Address1	Address2	City	State	Zip
Linda S Meininger Shelby County Treasurer	Duane A Goettemoeller Assistant Prosecutor	PO Box 987		Sidney	OH	45365
Shelby County Treasurer	Duane A Goettemoeller Assistant Prosecutor	126 N Main Ave	PO Box 987	Sidney	OH	45365

EXHIBIT BB

Company	Contact	Address1	Address2	City	State	Zip
Kelley Drye & Warren LLP	David E Retter	101 Park Avenue		New York	NY	10178
Law Debenture Trust Company of New York	Robert J Stark Daniel J Saval	Brown Rudnick Berlack Israels LLP	Seven Times Sq	New York	NY	10036
Law Debenture Trust Company Of NY	Patrick Healy	Corporate Trust Office	780 Third Ave 31st Fl	New York	NY	10017

EXHIBIT CC

Company	Contact	Address1	Address2	City	State	Zip
Bank Of New York	Billing Department	101 Barclay St 12w		New York	NY	10286-1091
Bank Of New York	c o Customer Charging	1 Wall St 27th Fl		New York	NY	10286
Bank Of New York	Financial Control Billing Dept	PO Box 19445	Upd Per Goi 3 11 03 Ph	Newark	NJ	07195-0445
Bank Of New York	Jennifer Braithwaite	101 Barclay St	Cash Management Division 19 West	New York	NY	10286
Bank Of New York		Add Chg 5 97	PO Box 19015	Newark	NJ	07195-0015
Bank Of New York		PO Box 19015		Newark	NJ	07195-0015
Bank Of New York Financial Control Billing Dept		PO Box 19445		Newark	NJ	07195-0445
The Bank of New York Mellon	Gary S Bush VP	Default Administration Group	101 Barclay St 8W	New York	NY	10286
The Bank of New York Mellon Corp	Edward P Zujkowski	Emmet Marvin & Martin LLP	120 Broadway 32nd Fl	New York	NY	10271

EXHIBIT DD

Company	Contact	Address1	Address2	City	State	Zip
All Tool Sales Inc	Gary O Ravert	McDermott Will & Emery LLP	340 Madison Ave	New York	NY	10173
All Tool Sales Inc	Nathan Coco	McDermott Will & Emery LLP	227 W Monroe	Chicago	IL	60606
All Tool Sales Inc		854 Washington Ave		Racine	WI	53403-135